SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

Information To Be Included In Statements Filed Pursuant To § 240.13d-1(b), (c) And (d) And Amendments Thereto Filed Pursuant To § 240.13d-2 (Amendment No. 20)*

OLD DOMINION FREIGHT LINE, INC.

(Name of Issuer)

Common Stock (par value \$0.10 per share) (Title of Class of Securities)

> 679580100 (CUSIP Number)

December 31, 2014 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

 \Box Rule 13d-1(c)

⊠ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 30 Pages

CUSIP No	. 679580	100		Page 2 of 30 Pages
1.			reporting person ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	David	d S.	. Congdon	
2.	Check (a) □		e appropriate box if a member of a group (b) 🗵	
3.	SEC u	ise c	only	
4.	Citizer	nshi	ip or place of organization	
	US	SA		
		5.	Sole voting power	
N T 1	ĉ		2,128,415 (See Item 4)	
Numt sha		6.	Shared voting power	
benefi owne			2,822,464 (See Item 4)	
ea	ch	7.	Sole dispositive power	
repor	son		2,128,415 (See Item 4)	
wit	th:	8.	Shared dispositive power	
			2,822,464 (See Item 4)	
9.	Aggre	gate	e amount beneficially owned by each reporting person	
	4,9	9 50,	,879	
10.	Check if the aggregate amount in Row (9) excludes certain shares			
11.	Percent of class represented by amount in Row 9			
	5.8%			
12.	Туре	of re	eporting person	
	IN	(Se	ee Item 4)	
		(

679580	100		Page 3 of 30 Pages		
Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
		appropriate box if a member of a group(b) ⊠			
SEC u	se c	only			
Citizer	nshi	ip or place of organization			
No	rth	Carolina			
	5.				
er of	6				
es cially d by		-0- (See Item 4)			
h ting on	7.				
h:	8.				
		-0- (See Item 4)			
Aggre	gate	e amount beneficially owned by each reporting person			
76	3,4(08			
Check if the aggregate amount in Row (9) excludes certain shares \Box					
Percent of class represented by amount in Row 9					
0.9%					
		eporting person			
00) (S	See Item 4)			
	Name I.R.S. David Check (a) □ SEC u Citized No Citized No er of es Sially d by h ting on n: Aggre 76. Check Percer 0.9 Type o	Name of f I.R.S. IDI David S Check the (a) □ SEC use of Citizensh North 5. er of 6. cially 1 by 6. fing 7. in 8. Aggregate 763,4 Check if t Percent of 0.9% Type of re	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) David S. Congdon Revocable Trust, dated December 3, 1991 Check the appropriate box if a member of a group (a)		

CUSIP No.	. 679580	100		Page 4 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			. Congdon Irrevocable Trust #1, dated December 1, 1992			
2.	Check (a) □		e appropriate box if a member of a group (b) ⊠			
3.	SEC u	ise c	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
	-	5.	Sole voting power			
Numb	or of		-0- (See Item 4)			
shar		6.	Shared voting power			
benefi owne			629,776 (See Item 4)			
eac repor	ting	7.	Sole dispositive power			
pers wit			-0- (See Item 4)			
wit		8.	Shared dispositive power			
			629,776 (See Item 4)			
9.	Aggre	gate	e amount beneficially owned by each reporting person			
	629,776					
10.	Check if the aggregate amount in Row (9) excludes certain shares \Box					
11.	Percent of class represented by amount in Row 9					
	0.7%					
12.	Туре	of re	eporting person			
	00) (8	See Item 4)			
		- (.				

CUSIP No.	679580	100		Page 5 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			ble Trust, dated December 18, 1998, fbo Marilyn Congdon			
2.	Check (a) □		appropriate box if a member of a group (b) ⊠			
3.	SEC u	ise c	only			
4.	Citize	nshi	p or place of organization			
	Nc	orth	Carolina			
		5.	Sole voting power 91,580 (See Item 4)			
Numbershar shar benefic ownec	es vially	6.	-0- (See Item 4)			
eac report pers	h ting on	7.	Sole dispositive power 91,580 (See Item 4)			
with	1:	8.				
			-0- (See Item 4)			
9.		gate	e amount beneficially owned by each reporting person			
10.		,	he aggregate amount in Row (9) excludes certain shares			
11.	Percent of class represented by amount in Row 9					
10	0.1					
12.	Гуре	ot re	eporting person			
	00	D (S	See Item 4)			

CUSIP No.	679580	100		Page 6 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			ble Trust, dated December 18, 1998, fbo Kathryn Congdon			
2.	Check (a) □		appropriate box if a member of a group (b) ⊠			
3.	SEC u	ise c	nly			
4.	Citize	nshi	p or place of organization			
	Nc	orth	Carolina			
		5.	Sole voting power 91,581 (See Item 4)			
Numb shar benefic owneo	es eially		Shared voting power -0- (See Item 4)			
eac report pers with	ting on	7.	Sole dispositive power 91,581 (See Item 4)			
		8.	Shared dispositive power -0- (See Item 4)			
9.	Aggre	egate	a amount beneficially owned by each reporting person			
	91	,58]	l			
10.	Check					
11.	Percent of class represented by amount in Row 9 0.1%					
12.			eporting person			
			bee Item 4)			

CUSIP No	. 679580	100)	Page 7 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			ble Trust, dated December 18, 1998, fbo Ashlyn Congdon			
2.	(a) □		e appropriate box if a member of a group (b) ⊠			
3.	SEC u	ise o	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power 91,581 (See Item 4)			
Numb		6	Shared voting power			
sha benefi owne	cially	0.	-0- (See Item 4)			
ea repoi pers	rting	7.	Sole dispositive power 91,581 (See Item 4)			
wi	th:	8.				
			-0- (See Item 4)			
9.	Aggre	gate	e amount beneficially owned by each reporting person			
	91	,58	1			
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
	0.1%					
12.	Туре	of re	eporting person			
	00	D (S	See Item 4)			

CUSIP No.	679580	100		Page 8 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
	Kath	ryn	Leigh Congdon Revocable Declaration of Trust, dated May 23, 2006			
2.	Check (a) □		appropriate box if a member of a group(b) ⊠			
3.	SEC u	ise o	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power -0- (See Item 4)			
Numb shar benefic owne	res cially d by		Shared voting power 160,283 (See Item 4)			
eac repor pers wit	ting on	7.	Sole dispositive power -0- (See Item 4)			
WIL	n:	8.				
9.			160,283 (See Item 4) e amount beneficially owned by each reporting person			
9.	Aggre	gate	amount beneficially owned by each reporting person			
	16	0,28	83			
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
	0.2					
12.	Туре	of re	eporting person			
	00	D (S	See Item 4)			

CUSIP No	. 679580	30100	Page 9 of 30 Pages
1.		ne of reporting person S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Mari	rilyn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006	
2.	Check (a) □	 ck the appropriate box if a member of a group □ (b) ⊠ 	
3.	SEC ι	use only	
4.	Citize	zenship or place of organization	
	No	Jorth Carolina	
		5. Sole voting power	
NT 1		-0- (See Item 4)	
	ber of tres	6. Shared voting power	
	icially ed by	160,283 (See Item 4)	
ea	ch	7. Sole dispositive power	
	son	-0- (See Item 4)	
wi	th:	8. Shared dispositive power	
		160,283 (See Item 4)	
9.	Aggre	regate amount beneficially owned by each reporting person	
	16	60,283	
10.	Check if the aggregate amount in Row (9) excludes certain shares		
11.	Percent of class represented by amount in Row 9		
12.		.2% e of reporting person	
12.	rype	c of reporting person	
	00	OO (See Item 4)	

CUSIP No	. 679580	100)	Page 10 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
	Ashl	yn I	Lane Congdon Revocable Intervivos Trust, dated December 7, 2010			
2.	Check (a) □		e appropriate box if a member of a group (b) ⊠			
3.	SEC ι	ise (only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power			
			-0- (See Item 4)			
Numb sha		6.	Shared voting power			
benefi	cially		160,283 (See Item 4)			
owne	-	7.	Sole dispositive power			
repor						
wit		0	-0- (See Item 4)			
		8.	Shared dispositive power			
			160,283 (See Item 4)			
9.	Aggre	gate	e amount beneficially owned by each reporting person			
	16	0.2	83			
10.	160,283 Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
	0.2%					
12.			eporting person			
		<u>א</u> ר	See Item 1)			
	OO (See Item 4)					

USIP No	. 679580	100)	Page 11 of 30 Pages
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
			rl E. Congdon Family Trust	
2.	Check (a) □		e appropriate box if a member of a group(b) ⊠	
3.	SEC ι	ise c	only	
4.	Citize	nshi	ip or place of organization	
	Vi	rgir	nia	
		5.	Sole voting power	
			-0- (See Item 4)	
	ber of tres	6.	Shared voting power	
	icially		316,405 (See Item 4)	
	ch rting	7.	Sole dispositive power	
	son		-0- (See Item 4)	
wi	un:	8.	Shared dispositive power	
			316,405 (See Item 4)	
9.	Aggre	gate	e amount beneficially owned by each reporting person	
	31	6,40	05	
10.	Check if the aggregate amount in Row (9) excludes certain shares			
11.	Percent of class represented by amount in Row 9			
	0.4%			
12.	Туре	of re	eporting person	
		٦ <i>\</i> (See Item 4)	
	00			

JUSIP No.	679580	100		Page 12 of 30 Pages
1.			reporting person ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
			Kathryn Congdon Family Irrevocable Trust - 2011	
2.	Check (a) \Box		appropriate box if a member of a group(b) ⊠	
3.	SEC u	ise c	only	
4.	Citize	nshi	ip or place of organization	
	Flo	orid	la	
Normh		5.	Sole voting power -0- (See Item 4)	
Numb shar benefic owneo eac	es cially d by		Shared voting power 318,357 (See Item 4)	
report pers wit	ting on	7.	Sole dispositive power -0- (See Item 4)	
with		8.	Shared dispositive power	
9.	A		318,357 (See Item 4)	
9.	Aggre	gate	e amount beneficially owned by each reporting person	
	318,357			
10.	Check if the aggregate amount in Row (9) excludes certain shares \Box			
11.	Percent of class represented by amount in Row 9			
	0.4%			
12.	Туре	of re	eporting person	
	00) (S	See Item 4)	

CUSIP No.	679580	100		Page 13 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
	Helei	۱S.	Congdon Revocable Inter Vivos Trust, dated April 24, 2012			
2.	Check (a) □		appropriate box if a member of a group (b) 🗵			
3.	SEC u	ise c	only			
4.	Citize	nshi	p or place of organization			
	US	SA				
		5.	Sole voting power			
			-0- (See Item 4)			
Numb shar		6.	Shared voting power			
benefi owne			89,375 (See Item 4)			
ead	ch	7.				
repor pers	son		-0- (See Item 4)			
wit	h:	8.				
			89,375 (See Item 4)			
9.	Aggre	gate	e amount beneficially owned by each reporting person			
	89,375					
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Demonst of along management of her any court in Dame 0					
11.	Percent of class represented by amount in Row 9					
	0.1%					
12.	Туре	of re	eporting person			
	00) (S	See Item 4)			

CUSIP No	o. 679580	100		Page 14 of 30 Pages	
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Seay	Fai	mily Trust, dated November 21, 2012		
2.	Check the appropriate box if a member of a group (a) \Box (b) \boxtimes				
3.	SEC u	ise o	only		
4.	Citize	nshi	ip or place of organization		
	US	SA			
	•	5.	Sole voting power		
			-0- (See Item 4)		
	ber of ares	6.	Shared voting power		
benef	icially ed by		42,475 (See Item 4)		
ea	ich	7.	Sole dispositive power		
per	orting rson ith:		-0- (See Item 4)		
WI		8.	Shared dispositive power		
			42,475 (See Item 4)		
9.	Aggregate amount beneficially owned by each reporting person				
	42	,47:	5		
10.	Check if the aggregate amount in Row (9) excludes certain shares				
11.	Percent of class represented by amount in Row 9				
	0.0%				
12.	Туре	of re	eporting person		
OO (See Item 4)			See Item 4)		

CUSIP No. 679580100 Page 15 of			Page 15 of 30 Pages			
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			. Congdon Grantor Retained Annuity Trust 2014			
2.	Check the appropriate box if a member of a group (a) \Box (b) \boxtimes					
3.	SEC ι	ise c	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power 357,569 (See Item 4)			
Numb shar benefic owne	res cially d by		Shared voting power -0- (See Item 4)			
eac repor pers wit	ting on	7.	357,569 (See Item 4)			
		8.	Shared dispositive power -0- (See Item 4)			
9.						
	357,569					
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9 0.4%					
12.	Type of reporting person					
	OO (See Item 4)					

CUSIP No	. 679580	100		Page 16 of 30 Pages		
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			. Congdon Irrevocable Trust #2, dated November 18, 1999			
2.		Check the appropriate box if a member of a group (a) \Box (b) \boxtimes				
3.	SEC ι	ise c	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power			
			-0- (See Item 4)			
Numt sha		6.	Shared voting power			
benefi owne	cially		299,251 (See Item 4)			
ea	ch	7.	Sole dispositive power			
repor	son		-0- (See Item 4)			
wit	th:	8.	Shared dispositive power			
			299,251 (See Item 4)			
9.	Aggregate amount beneficially owned by each reporting person					
	299,251					
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
11.	recent of class represented by allount in Kow 9					
	0.3%					
12.	Туре	of re	eporting person			
	OO (See Item 4)					
F						

CUSIP No.	IP No. 679580100 Page 17 of 30 F					
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
	Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992					
2.	Check the appropriate box if a member of a group (a) \Box (b) \boxtimes					
3.	SEC u	ise c	only			
4.	Citize	nshi	ip or place of organization			
	No	orth	Carolina			
		5.	Sole voting power			
NI1			385,781 (See Item 4)			
Numb shar	res	6.	Shared voting power			
benefic owne			-0- (See Item 4)			
eac repor		7.	Sole dispositive power			
pers wit	on		385,781 (See Item 4)			
Wit	n:	8.	Shared dispositive power			
			-0- (See Item 4)			
9.	Aggregate amount beneficially owned by each reporting person					
	385,781					
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
	0.4%					
12.			eporting person			
	OO (See Item 4)					

CUSIP No. 679580100 Page 18 c			Page 18 of 30 Pages			
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
2.	Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004					
2.	Check the appropriate box if a member of a group (a) \Box (b) \boxtimes					
3.	SEC u	se c	only			
4.	Citizenship or place of organization					
	No	rth	Carolina			
		5.	Sole voting power			
Numb	er of	-	298,053 (See Item 4)			
sha	res	6.	Shared voting power			
benefi owne			-0- (See Item 4)			
eac	•	7.				
repor						
pers wit			298,053 (See Item 4)			
		8.	Shared dispositive power			
	-		-0- (See Item 4)			
9.	Aggregate amount beneficially owned by each reporting person					
	298,053					
10.	Check if the aggregate amount in Row (9) excludes certain shares					
11.	Percent of class represented by amount in Row 9					
	0.3%					
12.	Type of	of re	eporting person			
	OO (See Item 4)					
		5 (3				

CUSIP No. 679580100 Page 19 0			Page 19 of 30 Pages			
1.	Name of reporting person I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
			Congdon GRAT Remainder Trust			
2.	Check the appropriate box if a member of a group (a) □ (b) ⊠					
3.	SEC ι	ise c	only			
4.	Citize	nshi	ip or place of organization			
	Fle	orid	la			
	-	5.				
Numb	ber of	_	-0- (See Item 4)			
sha	res	6.	Shared voting power			
benefi owne			645,976 (See Item 4)			
ead	ch	7.	Sole dispositive power			
repor			-0- (See Item 4)			
wit	ih:	8.				
0			645,976 (See Item 4)			
9.	Aggregate amount beneficially owned by each reporting person					
	645,976					
10.	Check if the aggregate amount in Row (9) excludes certain shares \Box					
11.	Percent of class represented by amount in Row 9					
0.7%		70/_				
12.	0.7% Type of reporting person					
	00	OO (See Item 4)				

Item 1.

(a) Name of Issuer:

Old Dominion Freight Line, Inc.

(b) Address of Issuer's Principal Executive Offices:

500 Old Dominion Way Thomasville, NC 27360

Item 2.

- (a) Names of Persons Filing:
 - (i) David S. Congdon
 - (ii) David S. Congdon Revocable Trust, dated December 3, 1991
 - (iii) David S. Congdon Irrevocable Trust #1, dated December 1, 1992
 - (iv) Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon
 - (v) Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon
 - (vi) Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon
 - (vii) Kathryn Leigh Congdon Revocable Declaration of Trust, dated May 23, 2006
 - (viii) Marilyn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006
 - (ix) Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010
 - (x) 1998 Earl E. Congdon Family Trust
 - (xi) Earl and Kathryn Congdon Family Irrevocable Trust 2011
 - (xii) Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012
 - (xiii) Seay Family Trust, dated November 21, 2012
 - (xiv) David S. Congdon Grantor Retained Annuity Trust 2014
 - (xv) David S. Congdon Irrevocable Trust #2, dated November 18, 1999
 - (xvi) Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992
 - (xvii) Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004
 - (xviii) Earl E. Congdon GRAT Remainder Trust
- (b) Address of Principal Business Office or, if None, Residence:

As to (i) through (x) and (xii) through (xvii):

As to (xi) and (xviii):

(c) Citizenship:

As to (i) As to (ii) through (ix) and (xii) through (xvii) As to (x) As to (xi) and (xviii):

(d) Title of Class of Securities:

Common Stock (\$0.10 par value)

500 Old Dominion Way Thomasville, NC 27360

20 Harborage Isle Fort Lauderdale, FL 33316

USA North Carolina Virginia Florida

Page 20 of 30 Pages

(e) CUSIP Number: 679580100

Item 3. If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: Not Applicable. This is a joint filing by the persons identified in Item 2, above, pursuant to Rules 13d-1(d) and Rule 13d-1(k) but not a group filing.

Item 4. Ownership.

The securities reported herein are beneficially owned by David S. Congdon, the David S. Congdon Revocable Trust, dated December 3, 1991, the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, the Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, the Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, the Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, the Irrevocable Trust, dated December 18, 1998, fbo Kathryn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006, the Marilyn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006, the Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010, the 1998 Earl E. Congdon Family Trust, the Earl and Kathryn Congdon Family Irrevocable Trust - 2011, the Helen S. Congdon Grantor Retained Annuity Trust 2014, the David S. Congdon Irrevocable Trust #2, dated November 18, 1999, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004, and the Earl E. Congdon GRAT Remainder Trust. The total securities reported is 4,683,629 shares of the Issuer's Common Stock, which constitutes 5.4% of such shares as of December 31, 2014.

As of December 31, 2014, David S. Congdon has sole voting and dispositive power with respect to 2,128,415 shares (2.5%) of the Issuer's Common Stock, of which 48,862 shares are held by David S. Congdon in his 401(k) plan, 763,408 shares are held by the David S. Congdon Revocable Trust, dated December 3, 1991, 91,580 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, 91,581 shares are held an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, 91,581 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon, 357,569 shares are held by the David S. Congdon Grantor Retained Annuity Trust 2014, 385,781 shares are held by the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, and 298,053 shares are held by the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004. He shares voting and dispositive power with respect to 2.822,464 shares (3.3%) of the Issuer's Common Stock, consisting of 629,776 shares held by the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, 160,283 shares held by the Kathryn Leigh Congdon Revocable Declaration of Trust, dated May 23, 2006, 160,283 shares held by the Marilyn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006, 160,283 shares held by the Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010, 316,405 shares held by the 1998 Earl E. Congdon Family Trust, 318,357 shares held by the Earl and Kathryn Congdon Family Irrevocable Trust - 2011, 89,375 shares held by the Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012, 42,475 shares held by the Seay Family Trust, dated November 21, 2012, 299,251 shares held by the David S. Congdon Irrevocable Trust #2, dated November 18, 1999 and 645,976 shares held by the Earl E. Congdon GRAT Remainder Trust. David S. Congdon beneficially owns a total of 4,950,879 shares (5.8%) of the Issuer's Common Stock.

Page 21 of 30 Pages

As of December 31, 2014, the David S. Congdon Revocable Trust, dated December 3, 1991, owns directly 763,408 shares (0.9%) of the Issuer's Common Stock. David S. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2014, the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, owns directly 629,776 shares (0.7%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, an Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, has sole voting and dispositive power with respect to 91,580 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Marilyn Congdon is a child of David S. Congdon.

As of December 31, 2014, an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, has sole voting and dispositive power with respect to 91,581 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Kathryn Congdon is a child of David S. Congdon.

As of December 31, 2014, an Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon, has sole voting and dispositive power with respect to 91,581 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Ashlyn Congdon is a child of David S. Congdon.

As of December 31, 2014, the Kathryn Leigh Congdon Revocable Declaration of Trust, dated May 23, 2006, beneficially owns 160,283 shares (0.2%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Kathryn Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, the Marilyn Marie Congdon Revocable Declaration of Trust, dated May 23, 2006, beneficially owns 160,283 shares (0.2%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Marilyn Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, the Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010, beneficially owns 160,283 shares (0.2%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Ashlyn Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, the 1998 Earl E. Congdon Family Trust, dated July 23, 2003, beneficially owns 316,405 shares (0.4%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

Page 22 of 30 Pages

As of December 31, 2014, the Earl and Kathryn Congdon Family Irrevocable Trust - 2011 owns 318,357 shares (0.4%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

As of December 31, 2014, the Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012, owns directly 89,375 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, the Seay Family Trust, dated November 21, 2012, owns directly 42,475 shares (0.0%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, David S. Congdon, as Trustee and grantor of the David S. Congdon Grantor Retained Annuity Trust 2014, has sole voting and dispositive power with respect to 357,569 shares (0.4%) of the Issuer's Common Stock held by the David S. Congdon Grantor Retained Annuity Trust 2014.

As of December 31, 2014, the David S. Congdon Irrevocable Trust #2, dated November 18, 1999, owns directly 299,251 shares (0.3%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2014, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, owns directly 385,781 shares (0.4%) of the Issuer's Common Stock. David S. Congdon has sole voting and dispositive power over these shares as Trustee of that trust. Audrey L. Congdon is the sister of David S. Congdon.

As of December 31, 2014, the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004, owns directly 298,053 shares (0.3%) of the Issuer's Common Stock. David S. Congdon has sole voting and dispositive power over these shares as Trustee of that trust. Audrey L. Congdon is the sister of David S. Congdon.

As of December 31, 2014, the Earl E. Congdon GRAT Remainder Trust beneficially owns 645,976 shares (0.7%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

- (a) Amount beneficially owned:
 - (i) 4,950,879
 - (ii) 763,408
 - (iii) 629,776
 - (iv) 91,580
 - (v) 91,581
 - (vi) 91,581
 - (vii) 160,283
 - (viii) 160,283

Page 23 of 30 Pages

- (ix) 160,283
- (x) 316,405
- (xi) 318,357
- (xii) 89,375
- (xiii) 42,475
- (xiv) 357,569
- (xv) 299,251
- (xvi) 385,781
- (xvii) 298,053
- (xviii) 645,976
- (b) Percent of Class:
 - (i) 5.8%
 - (ii) 0.9%
 - (iii) 0.7%
 - (iv) 0.1%
 - (v) 0.1%
 - (vi) 0.1%
 - (vii) 0.2%
 - (viii) 0.2%
 - (ix) 0.2%
 - (x) 0.4%
 - (xi) 0.4%
 - (xii) 0.1%
 - (xiii) 0.0%
 - (xiv) 0.4%
 - (xv) 0.3%
 - (xvi) 0.4%
 - (xvii) 0.3%
 - (xviii) 0.7%
- (c) Number of Shares as to which such person has:
 - (i) Sole power to vote or to direct the vote
 - (i) 2,128,415
 - (ii) 763,408
 - (iii) -0-
 - (iv) 91,580
 - (v) 91,581
 - (vi) 91,581
 - (vii) -0-
 - (viii) -0-
 - (ix) -0-
 - (x) -0-
 - (xi) -0-
 - (xii) -0-

(xiii) -0-

(xiv) 357,569

Page 24 of 30 Pages

- (xv) -0-
- (xvi) 385,781
- (xvii) 298,053
- (xviii) -0-
- (ii) Shared power to vote or to direct the vote
 - (i) 2,822,464
 - (ii) -0-
 - (iii) 629,776
 - (iv) -0-(v) -0-
 - -0-
 - (vi)
 - (vii) 160,283
 - (viii) 160,283
 - (ix) 160,283
 - 316,405 (x)
 - (xi) 318,357 89,375 (xii)
 - (xiii) 42,475
 - -0-(xiv)
 - (xv) 299,251
 - (xvi) -0-
 - -0-(xvii)
 - (xviii) 645,976
- (iii) Sole power to dispose or to direct the disposition of
 - (i) 2,128,415
 - 763,408 (ii)
 - (iii) -0-
 - 91,580 (iv)
 - 91,581 (v)
 - (vi) 91,581
 - (vii) -0-
 - (viii) -0-
 - (ix) -0-
 - (x) -0-
 - -0-(xi)
 - (xii) -0-
 - (xiii) -0-
 - (xiv) 357,569
 - -0-(xv)
 - (xvi) 385,781
 - (xvii) 298,053
 - (xviii) -0-
- (iv) Shared power to dispose or to direct the disposition of

(i) 2,822,464

(ii)	-0-
(iii)	629,776
(iv)	-0-
(v)	-0-
(vi)	-0-
(vii)	160,283
(viii)	160,283
(ix)	160,283
(x)	316,405
(xi)	318,357
(xii)	89,375
(xiii)	42,475
(xiv)	-0-
(xv)	299,251
(xvi)	-0-
(xvii)	-0-
(xviii)	645,976

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: \Box

- Item 6. Ownership of More Than Five Percent on Behalf of Another Person See information in Item 4, above.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person Not Applicable
- Item 8. Identification and Classification of Members of the Group See Item 3 and Item 4, above.
- Item 9. Notice of Dissolution of Group Not Applicable
- Item 10. Certifications
 - Not Applicable

This report shall not be construed as an admission by the persons filing the report that they are the beneficial owner of any securities covered by this report.

Page 26 of 30 Pages

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

February 12, 2015

DAVID S. CONGDON

/s/ David S. Congdon

David S. Congdon

DAVID S. CONGDON REVOCABLE TRUST, DATED DECEMBER 3, 1991

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO MARILYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO KATHRYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO ASHLYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

KATHRYN LEIGH CONGDON REVOCABLE DECLARATION OF TRUST, DATED MAY 23, 2006

By: /s/ Kathryn L. Congdon

Kathryn L. Congdon, Trustee

MARILYN MARIE CONGDON REVOCABLE DECLARATION OF TRUST, DATED MAY 23, 2006

By: /s/ Marilyn M. Congdon Marilyn M. Congdon, Trustee

Page 27 of 30 Pages

ASHLYN LANE CONGDON REVOCABLE INTERVIVOS TRUST, DATED DECEMBER 7, 2010

By: /s/ Ashlyn L. Congdon

Ashlyn L. Congdon, Trustee

1998 EARL E. CONGDON FAMILY TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

EARL AND KATHRYN CONGDON FAMILY IRREVOCABLE TRUST - 2011

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

HELEN S. CONGDON REVOCABLE INTER VIVOS TRUST, DATED APRIL 24, 2012

By: <u>/s/ Helen S. Congdon</u>

Helen S. Congdon, Trustee

SEAY FAMILY TRUST, DATED NOVEMBER 21, 2012

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2014

By: /s/ David S. Congdon

David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #2, DATED NOVEMBER 18, 1999

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ David S. Congdon David S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #2, DATED MAY 28, 2004

By: /s/ David S. Congdon

David S. Congdon, Trustee

EARL E. CONGDON GRAT REMAINDER TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

Page 28 of 30 Pages

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agrees to the joint filing with each other of the attached statement on Schedule 13G/A and to all amendments to such statement and that such statement and all amendments to such statement is made on behalf of each of them.

IN WITNESS WHEREOF, the undersigned hereby execute this agreement on February 12, 2015.

DAVID S. CONGDON

/s/ David S. Congdon

David S. Congdon

DAVID S. CONGDON REVOCABLE TRUST, DATED DECEMBER 3, 1991

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO MARILYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO KATHRYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO ASHLYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

KATHRYN LEIGH CONGDON REVOCABLE DECLARATION OF TRUST, DATED MAY 23, 2006

By: /s/ Kathryn L. Congdon Kathryn L. Congdon, Trustee

MARILYN MARIE CONGDON REVOCABLE DECLARATION OF TRUST, DATED MAY 23, 2006

By: /s/ Marilyn M. Congdon Marilyn M. Congdon, Trustee

Page 29 of 30 Pages

ASHLYN LANE CONGDON REVOCABLE INTERVIVOS TRUST, DATED DECEMBER 7, 2010

By: /s/ Ashlyn L. Congdon

Ashlyn L. Congdon, Trustee

1998 EARL E. CONGDON FAMILY TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

EARL AND KATHRYN CONGDON FAMILY IRREVOCABLE TRUST - 2011

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

HELEN S. CONGDON REVOCABLE INTER VIVOS TRUST, DATED APRIL 24, 2012

By: <u>/s/ Helen S. Congdon</u>

Helen S. Congdon, Trustee

SEAY FAMILY TRUST, DATED NOVEMBER 21, 2012

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2014

By: /s/ David S. Congdon

David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #2, DATED NOVEMBER 18, 1999

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ David S. Congdon David S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #2, DATED MAY 28, 2004

By: /s/ David S. Congdon

David S. Congdon, Trustee

EARL E. CONGDON GRAT REMAINDER TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

Page 30 of 30 Pages